

SAINT-GOBAIN SEKURIT INDIA LIMITED

Date of the AGM/EGM	25-07-2020
Total number of shareholders on record date	26210
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	2
Public:	28

Resolution No.	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2020, together with the reports of the Board of Directors and the Auditors thereon.										
Resolution required: (Ordinary/ Special)	No										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	E-Voting	68,329,275	100.0000	68,329,275	0	100.0000	0.0000	0	0		
	Poll	0	0.0000	0	0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)	68,329,275	0	0.0000	0	0	0.0000	0.0000	0		
Total		68,329,275	100.0000	68,329,275	0	100.0000	0.0000	0	0		
Public- Institutions	E-Voting	0	0.0000	0	0	0.0000	0.0000	0	0		
	Poll	3,055	0	0.0000	0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0		
Total		0	0	0	0	0.0000	0.0000	0	0		
Public- Non Institutions	E-Voting	2,478	0.0109	2,477	1	99.9596	0.0403	0	0		
	Poll	19,776	0.0868	19,775	1	99.9949	0.0050	0	0		
	Postal Ballot (if applicable)	22,773,370	0	0.0000	0	0.0000	0.0000	0	0		
Total		22,254	0.0977	22,252	2	99.9910	0.0090	0	0		
Total	91,105,700	68,351,529	75.0244	68,351,527	2	100.0000	0.0000	0	0		

Resolution No.	ORDINARY - To appoint a Director in place of Mr. Santhanam who retires by rotation and being eligible, offers himself for reappointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		68,329,275	100.0000	68,329,275	0	100.0000	0.0000	0	0
	Poll	68,329,275	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Total		68,329,275	100.0000	68,329,275	0	100.0000	0.0000	0	0
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	3,055	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Non Institutions	Total		0	0.0000	0	0	0.0000	0.0000	0	0
	E-Voting		2,478	0.0109	2,475	3	99.8789	0.1210	0	0
	Postal Ballot (if applicable)	22,773,370	19,776	0.0868	19,775	1	99.9949	0.0050	0	0
Total	Total	91,105,700	22,254	0.0977	22,250	4	99.9820	0.0180	0	0
	Total		68,351,529	75.0244	68,351,525	4	100.0000	0.0000	0	0

Resolution No.	ORDINARY - To appoint Ms. Isabelle Delphine Hoepfner as Non-Executive Director of the Company, liable to retire by rotation.									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	68,329,275	68,329,275	100.0000	68,329,275	0	100.0000	0.0000	0	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	68,329,275	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Total	68,329,275	68,329,275	100.0000	68,329,275	0	100.0000	0.0000	0	0
	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	3,055	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Non Institutions	Total	0	0	0.0000	0	0	0.0000	0.0000	0	0
	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll	2,478	2,478	0.0109	2,475	3	99.8789	0.1210	0	0
Public- Non Institutions	Total	22,773,370	19,776	0.0868	19,775	1	99.9949	0.0050	0	0
	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	22,254	22,254	0.0977	22,250	4	99.9820	0.0180	0	0
Total		91,105,700	68,351,529	75.0244	68,351,525	4	100.0000	0.0000	0	0

Resolution No.	ORDINARY - To appoint Ms. Padmasudha Chandrasekhar as an Independent Director.									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	68,329,275	100.0000	68,329,275	0	100.0000	0.0000	0	0	0
	Poll	0	0.0000	0	0	0.0000	0.0000	0	0	0
	Postal Ballot (if applicable)	68,329,275	0	0.0000	0	0	0.0000	0.0000	0	0
Total		68,329,275	100.0000	68,329,275	0	100.0000	0.0000	0	0	0
Public- Institutions	E-Voting	0	0.0000	0	0	0.0000	0.0000	0	0	0
	Poll	0	0.0000	0	0	0.0000	0.0000	0	0	0
	Postal Ballot (if applicable)	3,055	0	0.0000	0	0.0000	0.0000	0	0	0
Total		0	0.0000	0	0	0.0000	0.0000	0	0	0
Public- Non Institutions	E-Voting	0	0.0109	2,477	1	99.9596	0.0403	0	0	0
	Poll	2,478	0.0868	19,775	1	99.9949	0.0050	0	0	0
	Postal Ballot (if applicable)	22,773,370	0	0.0000	0	0.0000	0.0000	0	0	0
Total		22,254	0.0977	22,252	2	99.9910	0.0090	0	0	0
Total		91,105,700	75.0244	68,351,529	2	100.0000	0.0000	0	0	0

Resolution No.	ORDINARY - To approve material related party transactions.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	Mode of Voting									
	E-Voting		0	0.0000	0	0	100.0000	0	0.0000	0
	Poll	68,329,275	0	0.0000	0	0	0.0000	0	0.0000	0
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0	0.0000	0
	Total		0	0.0000	0	0	0.0000	0	0.0000	0
	E-Voting	3,055	0	0.0000	0	0	0.0000	0	0.0000	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0	0.0000	0
	Total		0	0.0000	0	0	0.0000	0	0.0000	0
	E-Voting		2,478	0.0109	2,477	1	99.9596	0.0403	0	0
Total	Postal Ballot (if applicable)		19,776	0.0868	19,775	1	99.9949	0.0050	0	0
	Total	91,105,700	22,254	0.0977	22,252	2	99.9910	0.0090	0	0
	Total		22,254	0.0244	22,252	2	99.9910	0.0090	0	0

V. N. DEODHAR & CO.

Company Secretaries

V.N.DEODHAR

B.Com (Hons), B.A.LL.B. (Gen.) F.C.S.

4/3, 'Radha', 1st Floor,
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REPORT OF SCRUTINIZER ON E-VOTING PROCESS AND VOTING PROCESS AT AGM OF SAINT-GOBAIN SEKURIT INDIA LIMITED FOR ITS 47TH ANNUAL GENERAL MEETING

To
The Chairman,
Saint-Gobain Sekurit India Limited
Plot No. 616 & 617, Village Kuruli,
Pune-Nashik Road, Chakan,
Pune – 410 501
Corporate Identity Number (CIN): L26101MH1973PLC018367

I V. N. Deodhar, proprietor of M/s V. N. Deodhar & Co., Company Secretaries having office at 4/3, Radha, 1st Floor, Shastri Hall, Grant Road (West), Mumbai 400007 was appointed as Scrutinizer for the purpose of scrutinizing the E-voting process and voting Process at the Annual General Meeting in a fair and transparent manner for the resolutions to be passed at the 47th Annual General Meeting of the company held on Saturday 25th July, 2020 at 11.00 A. M. through Video Conferencing / Other Audio Visual Means ("VC") and ascertaining the requisite majority on E-voting as well as voting carried out at the Annual General Meeting as per provisions of the Companies Act, 2013 ("the Act") and Sub rule (xi) of Rule 20 of the Companies (Management and Administration) Rule, 2014 and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company sought approval of Members to the Resolutions via E- Voting and voting through e-voting system at Annual General Meeting Process:

1. The E-voting period commenced at 9.00 a.m. on Tuesday, 21st July, 2020 and ended at 5.00 p.m. on Friday, 24th July, 2020. The E-voting module was disabled by KFintech for voting thereafter.
2. Voting rights were on the paid-up value of shares registered in the name of the member as on the Cut Off date i.e. 18th July, 2020.
3. The Shareholder holding shares as on the "Cut Off" date i.e. 18th July, 2020 were entitled to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the 47th Annual General Meeting of the Company.
4. At the Annual General Meeting of the Company held on 25th July, 2020, the facility of voting through e-voting system during the AGM was provided to facilitate those members present in the meeting and had not participated in the Remote E-voting to record their votes.



5. After tabulating the votes cast at the venue of the Annual General Meeting through e-voting system, the votes cast through Remote E-voting were unblocked in the presence of two witnesses, namely, Mr. Hrushikesh V Deodhar and Mr. Ajit V Ukidwe, who acted as witnesses and who are not in employment of the Company.
6. Thereafter I as scrutinizer duly compiled the details of Remote E-voting done by the members and the voting done by e-voting system at the venue of the Annual General Meeting, the details of which are as follows:

Details	Remote E-voting	Voting through e-voting system at AGM	Total Voting
Number of Members who cast their votes	34	8	42
Total number of shares held by them	68331753	19776	68351529
Valid Votes	As per details provided under each one of the resolution(s) mentioned hereunder.		
Invalid Votes	As per details provided under each one of the resolution(s) mentioned hereunder.		

We Submit our Report as Under:

The result of E- Voting and voting at the meeting through e-voting system for Resolution No.1 to 6 is as under:

RESOLUTION No.1

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2020, together with the Report of the Board of Directors and the Auditors thereon.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos.
	Nos.	%	Nos.	%	
Total Votes through Remote E-voting	68331752	100	1	0	0
Voting at the meeting through e-voting system	19775	100	1	0	0
Total	68351527	100	2	0	0



RESOLUTION No.2

2. To appoint a Director in place of Mr. Santhanam (DIN. 00494806) who retires by rotation and being eligible, offers himself for re-appointment.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes
	Nos.	%	Nos.	%	
Total Votes through Remote E-voting	68331750	100	3	0	0
Voting at the meeting through e-voting system	19775	100	1	0.	0
Total	68351525	100	4	0.	0

RESOLUTION No.3

3. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, as amended or re-enacted from time to time, Mr. G. Thangaraj, Cost Accountant (Registration No. M5997), appointed as the Cost Auditor by the Board of Directors of the Company, to conduct audit of the cost accounting records maintained by the Company, for the financial year ending 31st March 2021, be paid remuneration of ` 1.50 Lakhs (Rupees One lakh fifty thousand) plus applicable taxes and out of pocket expenses at actuals.”

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes
	Nos.	%	Nos.	%	
Total Votes through Remote E-voting	68331752	100	1	0.	0
Voting at the meeting through e-voting system	19775	100	1	0.	0
Total	68351527	100	2	0	0

RESOLUTION No.4

4. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT Ms. Isabelle Delphine Hoepfner (DIN. 08598846), appointed as an Additional Director by the Board of Directors with effect from 4th November 2019 and who holds office upto the date of this Annual General Meeting in terms of Section 16 1 and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and



Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Articles of Association of the Company and being eligible offers herself for appointment, be and is hereby appointed as a Non-Executive Director, liable to retire by rotation.”

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos.
	Nos.	%	Nos.	%	
Total Votes through Remote E-voting	68331750	100	3	0	0
Voting at the meeting through e-voting system	19775	100	1	0	0
Total	68351525	100	4	0	0

RESOLUTION No.5

5. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 16(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Articles of Association of the Company, Ms. Padmasudha Chandrasekhar (DIN. 01843592), appointed as an Additional Director (Independent) of the Company, with effect from 1st April 2020 and holds office until the Annual General Meeting and who has submitted a declaration that she meets the criteria for independence as provided in the Act and Listing Regulations and is eligible for appointment, be and is hereby appointed as an Independent, Non-Executive Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 1st April 2020 to 31st March 2025.”

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos.
	Nos.	%	Nos.	%	
Total Votes through Remote E-voting	68331752	100	1	0	0
Voting at the meeting through e-voting system	19775	100	1	0	0
Total	68351527	100	2	0	0



RESOLUTION No.6

6. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and any other applicable provisions including any amendment, modification, variation or re-enactment thereof, approval of the Members be and is hereby accorded to the Board of Directors of the Company to enter into contracts/arrangements/transactions in ordinary course of business and at arms’ length basis with Saint-Gobain India Private Limited, a related party in terms of the Listing Regulations and the Companies Act, 2013, for purchase, sale or transfer of products, goods, consumables, materials, assets, services and obligations during the financial year ending 31st March 2021, for an aggregate amount not exceeding `100 Crores (Rupees One hundred crores).”

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos.
	Nos.	%	Nos.	%	
Total Votes through Remote E-voting	2477	100	1	0	0
Voting at the meeting through e-voting system	19775	100	1	0.	0
Total	22252	100	2	0	0

All the resolutions mentioned in the notice of the Annual General Meeting dated 9th May,2019 stand passed under Remote E-voting and voting conducted at the Annual General Meeting through e-voting system with the requisite majority and hence deemed to be passed as on the date of Annual General Meeting.

**For V.N. DEODHAR & Co.,
COMPANY SECRETARIES**



**V N DEODHAR
PROP.
FCS: 1880
CP: 898**

**UDIN:F001880B000504690
Place: Mumbai
Dated: 25th July,2020.**

The following were the witnesses to the unblocking of votes cast through Remote E-voting.

(CA. HRUSHIKESH V. DEODHAR.)

(AJIT V. UKIDWE)